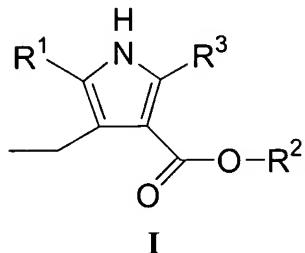


In the claims:

1. (Original) A compound of Formula I



wherein

R¹ is selected from

- 1) hydrogen,
- 2) halogen,
- 3) substituted or unsubstituted C₁-C₁₀ alkyl,
- 4) substituted or unsubstituted C₂-C₁₀ alkenyl,
- 5) substituted or unsubstituted C₂-C₁₀ alkynyl,
- 6) substituted or unsubstituted aryl,
- 7) substituted or unsubstituted C₃-C₁₀ cycloalkyl,
- 8) substituted or unsubstituted heterocyclyl,
- 9) -(CR^a₂)_nOR⁴, and
- 10) -(CR^a₂)_tC(O)OR⁴;

said alkyl, alkenyl, alkynyl, aryl, cycloalkyl, and heterocyclyl is optionally substituted with one or more of R⁷;

R² is selected from

- 1) hydrogen,
- 2) substituted or unsubstituted aralkyl,
- 3) substituted or unsubstituted C₁-C₁₀ alkyl,

- 4) substituted or unsubstituted heterocyclyl,
- 5) substituted or unsubstituted aryl, and
- 6) substituted or unsubstituted C₃-C₁₀ cycloalkyl;

R³ is selected from

- 1) hydrogen,
- 2) halogen,
- 3) -C(O)R⁴,
- 4) substituted or unsubstituted C₁-C₁₀ alkyl,
- 5) substituted or unsubstituted aryl,
- 6) substituted or unsubstituted heterocyclyl,
- 7) substituted or unsubstituted C₃-C₁₀ cycloalkyl,
- 8) substituted or unsubstituted C₂-C₁₀ alkenyl, and
- 9) substituted or unsubstituted C₂-C₁₀ alkynyl;

R⁴ is independently selected from

- 1) hydrogen,
- 2) substituted or unsubstituted C₁-C₁₀ alkyl,
- 3) substituted or unsubstituted aryl,
- 4) substituted or unsubstituted heterocyclyl,
- 5) substituted or unsubstituted C₃-C₁₀ cycloalkyl,
- 6) substituted or unsubstituted C₂-C₁₀ alkenyl, and
- 7) substituted or unsubstituted C₂-C₁₀ alkynyl;

R⁶ is independently selected from

- 1) substituted or unsubstituted aryl,
- 2) substituted or unsubstituted heterocyclyl,
- 3) substituted or unsubstituted cycloalkyl, and
- 4) halogen;

R⁷ is independently selected from

- 1) hydrogen,

- 2) halogen,
- 3) substituted or unsubstituted C₁-C₁₀ alkyl,
- 4) substituted or unsubstituted C₂-C₁₀ alkenyl,
- 5) substituted or unsubstituted C₂-C₁₀ alkynyl,
- 6) substituted or unsubstituted C₃-C₁₀ cycloalkyl,
- 7) substituted or unsubstituted aryl,
- 8) substituted or unsubstituted heterocyclyl,
- 9) -NO₂,
- 10) -NR₄(CR^a₂)_nC(O)R⁴,
- 11) -(CR^a₂)_nNR⁴₂,
- 12) -(CR^a₂)_nNR⁴(CR^a₂)_nR⁶,
- 13) -CN,
- 14) -(CR^a₂)_nC(O)R⁴,
- 15) -(CR^a₂)_nC(O)(CR^a₂)_nOR⁴,
- 16) -(CR^a₂)_nOR⁴,
- 17) -(CR^a₂)_nR⁶,
- 18) -(CR^a₂)_nC(O)OR⁴, and
- 19) -(CR^a₂)_nSi(R⁴)₃;

R^a is independently selected from

- 1) hydrogen,
- 2) substituted or unsubstituted C₁-C₁₀ alkyl,
- 3) substituted or unsubstituted C₂-C₁₀ alkenyl,
- 4) substituted or unsubstituted C₂-C₁₀ alkynyl,
- 5) -OR⁴,
- 6) -C(O)OR⁴,
- 7) -NR⁴₂,
- 8) substituted or unsubstituted aryl,
- 9) substituted or unsubstituted heterocyclyl, and
- 10) substituted or unsubstituted C₃-C₁₀ cycloalkyl;

n is independently 0 to 6;

t is 1 to 4;

or a pharmaceutically acceptable salt or stereoisomer thereof.

2. (Original) The compound according to Claim 1,
wherein

R¹ is selected from

- 1) hydrogen,
- 2) halogen,
- 3) substituted or unsubstituted C₁-C₆ alkyl,
- 4) substituted or unsubstituted C₂-C₁₀ alkynyl,
- 5) substituted or unsubstituted aryl,
- 6) substituted or unsubstituted C₃-C₁₀ cycloalkyl, and
- 7) substituted or unsubstituted heterocyclyl;

said alkyl, alkynyl, aryl, cycloalkyl, and heterocyclyl is optionally substituted with one or more of R⁷;

R² is selected from

- 1) substituted or unsubstituted aralkyl,
- 2) substituted or unsubstituted C₁-C₆ alkyl,
- 3) substituted or unsubstituted aryl, and
- 4) substituted or unsubstituted C₃-C₁₀ cycloalkyl;

R³ is selected from

- 1) halogen,
- 2) -C(O)R⁴, and
- 3) substituted or unsubstituted C₁-C₆ alkyl;

R⁴ is independently selected from

- 1) hydrogen,
- 2) substituted or unsubstituted C₁-C₆ alkyl,

- 1) substituted or unsubstituted aryl,
- 2) substituted or unsubstituted heterocyclyl, and
- 3) substituted or unsubstituted C₃-C₁₀ cycloalkyl;

or a pharmaceutically acceptable salt or stereoisomer thereof.

3. (Original) The compound according to Claim 2,
wherein

R¹ is selected from

- 1) substituted or unsubstituted C₁-C₆ alkyl,
- 2) substituted or unsubstituted C₂-C₁₀ alkynyl,
- 3) substituted or unsubstituted heterocyclyl and
- 4) substituted or unsubstituted aryl;

said alkyl, alkynyl, heterocyclyl and aryl is optionally substituted with one or more of R⁷;

R² is selected from

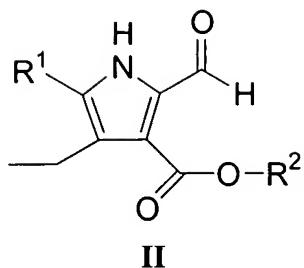
- 1) substituted or unsubstituted aralkyl, and
- 2) substituted or unsubstituted C₁-C₆ alkyl;

R³ is selected from

- 1) halogen, and
- 2) -C(O)R⁴;

or a pharmaceutically acceptable salt or stereoisomer thereof.

4. (Original) A compound of Formula II



wherein

R^1 is selected from

- 1) hydrogen,
- 2) halogen,
- 3) substituted or unsubstituted C₁-C₆ alkyl,
- 4) substituted or unsubstituted C₂-C₁₀ alkynyl,
- 5) substituted or unsubstituted aryl,
- 6) substituted or unsubstituted C₃-C₁₀ cycloalkyl, and
- 7) substituted or unsubstituted heterocyclyl;

said alkyl, alkynyl, aryl, cycloalkyl and heterocyclyl is optionally substituted with one or more of R^7 ;

R^2 is selected from

- 1) substituted or unsubstituted aralkyl, and
- 2) substituted or unsubstituted C₁-C₆ alkyl;

R^4 is independently selected from

- 1) hydrogen,
- 2) substituted or unsubstituted C₁-C₁₀ alkyl,
- 3) substituted or unsubstituted aryl,
- 4) substituted or unsubstituted heterocyclyl,
- 5) substituted or unsubstituted C₃-C₁₀ cycloalkyl,
- 6) substituted or unsubstituted C₂-C₁₀ alkenyl, and
- 7) substituted or unsubstituted C₂-C₁₀ alkynyl;

R⁶ is independently selected from

- 1) substituted or unsubstituted aryl,
- 2) substituted or unsubstituted heterocyclyl,
- 3) substituted or unsubstituted C₃-C₁₀ cycloalkyl, and
- 4) halogen;

R⁷ is independently selected from

- 1) hydrogen,
- 2) halogen,
- 3) substituted or unsubstituted C₁-C₁₀ alkyl,
- 4) substituted or unsubstituted C₂-C₁₀ alkenyl,
- 5) substituted or unsubstituted C₂-C₁₀ alkynyl,
- 6) substituted or unsubstituted C₃-C₁₀ cycloalkyl,
- 7) substituted or unsubstituted aryl,
- 8) substituted or unsubstituted heterocyclyl,
- 9) -NO₂,
- 10) -NR⁴(CR^a₂)_nC(O)R⁴,
- 11) -(CR^a₂)_nNR⁴₂,
- 12) -(CR^a₂)_nNR⁴(CR^a₂)_nR⁶,
- 13) -CN,
- 14) -(CR^a₂)_nC(O)R⁴,
- 15) -(CR^a₂)_nC(O)(CR^a₂)_nOR⁴,
- 16) -(CR^a₂)_nOR⁴,
- 17) -(CR^a₂)_nR⁶,
- 18) -(CR^a₂)_nC(O)OR⁴, and
- 19) -(CR^a₂)_nSi(R⁴)₃;

R^a is independently selected from

- 1) hydrogen,
- 2) substituted or unsubstituted C₁-C₁₀ alkyl,
- 3) substituted or unsubstituted C₁-C₁₀ alkenyl,
- 4) substituted or unsubstituted C₁-C₁₀ alkynyl,

- 5) $-\text{OR}^4$,
- 6) $-\text{C}(\text{O})\text{OR}^4$,
- 7) $-\text{NR}^4_2$,
- 8) substituted or unsubstituted aryl,
- 9) substituted or unsubstituted heterocyclyl, and
- 10) substituted or unsubstituted C₃-C₁₀ cycloalkyl;

n is independently 0 to 6;

t is 1 to 4;

or a pharmaceutically acceptable salt or stereoisomer thereof.

5. (Original) A compound selected from:

benzyl 4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

benzyl 4-ethyl-2-formyl-5-iodo-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-iodo-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2,5-diiodo-1H-pyrrole-3-carboxylate;

methyl 5-(4-fluorophenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-thien-2-yl-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-[3-(trimethylsilyl)prop-1-ynyl]-1H-pyrrole-3-carboxylate;

4'-benzyl 1-tert-butyl 3'-ethyl-5'-formyl-1H,1'H-2,2'-bipyrrole-1,4'-dicarboxylate;

benzyl 5-(3,5-dimethylisoxazol-4-yl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

benzyl 5-(1-benzofuran-2-yl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

benzyl 4-ethyl-2-formyl-5-(3-nitrophenyl)-1H-pyrrole-3-carboxylate;

benzyl 4-ethyl-2-formyl-5-(5-methyl-2-furyl)-1H-pyrrole-3-carboxylate;

benzyl 5-[3-(acetylamino)phenyl]-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-pyridin-4-yl-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-phenyl-1H-pyrrole-3-carboxylate;
benzyl 5-(3-cyanophenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-(3-methoxyphenyl)-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-(5-formyl-2-furyl)-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-(phenylethynyl)-1H-pyrrole-3-carboxylate;
methyl 5-{3-[benzyl(methyl)amino]prop-1-ynyl}-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
benzyl 5-(2-cyanophenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
benzyl 5-(4-cyanophenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-(4-nitrophenyl)-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-(2-methoxyphenyl)-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-(4-methoxyphenyl)-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-(2-methylphenyl)-1H-pyrrole-3-carboxylate;
benzyl 4-ethyl-2-formyl-5-(3-methylphenyl)-1H-pyrrole-3-carboxylate;
benzyl 5-(2-chlorophenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
benzyl 5-(3-chlorophenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-[1-(3-hydroxypropyl)vinyl]-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-(5-hydroxypent-1-ynyl)-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-[(1-hydroxycyclohexyl)ethynyl]-1H-pyrrole-3-carboxylate;
methyl 5-[3-(dimethylamino)prop-1-ynyl]-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 5-(3,3-dimethylbut-1-ynyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(pyridin-2-ylethynyl)-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(6-methoxypyridin-2-yl)-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(3-methoxyprop-1-ynyl)-1H-pyrrole-3-carboxylate;

methyl 5-[(2-bromophenyl)ethynyl]-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 5-[3-(1H-1,2,3-benzotriazol-1-yl)prop-1-ynyl]-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-5-(2-ethylbutyl)-2-formyl-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(4-methylpyridin-2-yl)-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(6-methylpyridin-2-yl)-1H-pyrrole-3-carboxylate;

methyl 5-(4-tert-butylphenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 5-(2,4-difluorophenyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-[3-(methoxycarbonyl)phenyl]-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-[4-(methoxycarbonyl)phenyl]-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-[(1-hydroxycyclopentyl)ethynyl]-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(3-hydroxy-3-methylbut-1-ynyl)-1H-pyrrole-3-carboxylate

methyl 4-ethyl-2-formyl-5-(1-hexylvinyl)-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(1,3-thiazol-2-yl)-1H-pyrrole-3-carboxylate;

methyl 5-[1-(3-chloropropyl)vinyl]-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

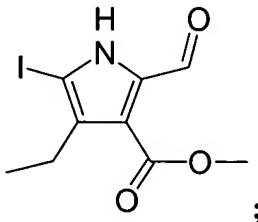
methyl 5-(5-chloropent-1-ynyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(3-hydroxy-3-phenylbut-1-ynyl)-1H-pyrrole-3-carboxylate;

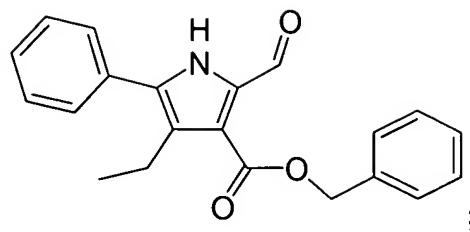
methyl 4-ethyl-2-formyl-5-(3-methylpyridin-2-yl)-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-isopentyl-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-(3-methylthien-2-yl)-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-isobutyl-1H-pyrrole-3-carboxylate;
methyl 5-cyclohexyl-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
methyl 5-butyl-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
methyl 5-cyclopentyl-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
methyl 5-(cyclohexylmethyl)-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
methyl 5-sec-butyl-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-(3-methoxy-2-methyl-3-oxopropyl)-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-phenyl-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-pyridin-4-yl-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-(4-nitrophenyl)-1H-pyrrole-3-carboxylate;
methyl 4-ethyl-2-formyl-5-(2-methoxyphenyl)-1H-pyrrole-3-carboxylate;
or a pharmaceutically acceptable salt or stereoisomer thereof.

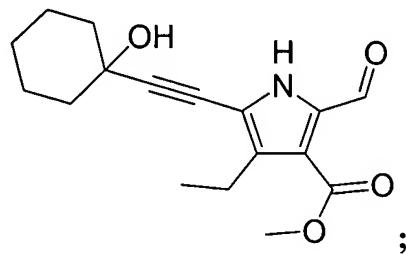
6. (Original) The compound according Claim 5 that is selected from
methyl 4-ethyl-2-formyl-5-iodo-1H-pyrrole-3-carboxylate



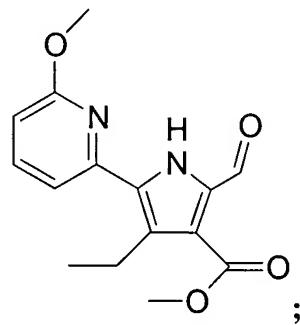
benzyl 4-ethyl-2-formyl-5-phenyl-1H-pyrrole-3-carboxylate



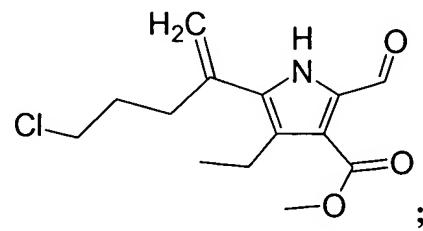
methyl 4-ethyl-2-formyl-5-[(1-phenylpropyl)ethynyl]-1H-pyrrole-3-carboxylate



methyl 4-ethyl-2-formyl-5-(6-methoxypyridin-2-yl)-1H-pyrrole-3-carboxylate



methyl 5-[1-(3-chloropropyl)vinyl]-4-ethyl-2-formyl-1H-pyrrole-3-carboxylate



or a pharmaceutically acceptable salt or stereoisomer thereof.

7. (Original) A trifluoroacetic acid salt of a compound of Claim 5 which is selected from

methyl 4-ethyl-2-formyl-5-(6-methoxypyridin-2-yl)-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(4-methylpyridin-2-yl)-1H-pyrrole-3-carboxylate;

methyl 4-ethyl-2-formyl-5-(6-methylpyridin-2-yl)-1H-pyrrole-3-carboxylate;

benzyl 4-ethyl-2-formyl-5-pyridin-4-yl-1H-pyrrole-3-carboxylate.

8. (Original) A pharmaceutical composition which is comprised of a compound in accordance with Claim 1 and a pharmaceutically acceptable carrier.

9. (Original) A method of modulating the catalytic activity of protein kinases in a mammal in need thereof comprising contacting the protein kinase with a compound of Claim 1.

10. (Original) The method of Claim 9 wherein the protein kinase is an RTK.

11. (Original) The method of Claim 10, wherein the RTK is selected from IR, IGF-1R and IRR.

12. (Original) A method of treating a PK-related disorder in a mammal in need thereof comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

13. (Original) A method of Claim 12, wherein the PK-related disorder is an IGF-1R-related disorder selected from:

1) cancer,

- 2) diabetes,
- 3) an autoimmune disorder,
- 4) a hyperproliferation disorder,
- 5) aging,
- 6) acromegaly, and
- 7) Crohn's disease.

14. (Cancelled)

15. (Cancelled)

16. (Original) A method of treating cancer in a mammal in need of such treatment comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

17. (Original) A method of treating retinal vascularization comprising administering to a mammal in need of such treatment a therapeutically effective amount of a compound of Claim 1.

18. (Original) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a second compound selected from:

- 1) an estrogen receptor modulator,
- 2) an androgen receptor modulator,
- 3) a retinoid receptor modulator,
- 4) a cytotoxic/cytostatic agent,
- 5) an antiproliferative agent,
- 6) a prenyl-protein transferase inhibitor,
- 7) an HMG-CoA reductase inhibitor,
- 8) an HIV protease inhibitor,
- 9) a reverse transcriptase inhibitor,
- 10) an angiogenesis inhibitor,

- 11) a PPAR- γ agonist,
- 12) a PPAR- δ agonists,
- 13) an inhibitor of cell proliferation and survival signaling, and
- 14) an agent that interferes with a cell cycle checkpoint.

19. (Original) The method of Claim 18, wherein the second compound is an estrogen receptor modulator selected from tamoxifen and raloxifene.

20. (Cancelled)

21. (Cancelled)

22. (Original) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with radiation therapy.

23. (Cancelled)

24. (Cancelled)

25. (Cancelled)

26. (Cancelled)

27. (Cancelled)

28. (Cancelled)

29. (Cancelled)

30. (Cancelled)